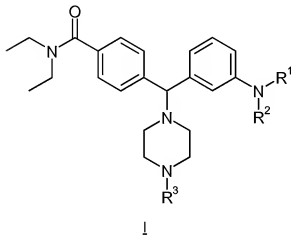


**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

1. (currently amended) A compound of formula I, or a pharmaceutically acceptable salt thereof.



wherein

R<sup>1</sup> is selected from C<sub>3-6</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>2-9</sub>heteroaryl, C<sub>6-10</sub>aryl-C<sub>1-4</sub>alkyl, C<sub>2-9</sub>heteroaryl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl, C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl, R<sup>8</sup>-C(=O)-, R<sup>8</sup>-S(=O)<sub>2</sub>-, R<sup>8</sup>-S(=O)-, R<sup>8</sup>-NHC(=O)-, R<sup>8</sup>-C(=S)- and R<sup>8</sup>-NH-C(=S)-, wherein R<sup>8</sup> is selected from C<sub>3-6</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>2-9</sub>heteroaryl, C<sub>6-10</sub>aryl-C<sub>1-4</sub>alkyl, C<sub>2-9</sub>heteroaryl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl, and C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl, wherein said C<sub>3-6</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>2-9</sub>heteroaryl, C<sub>6-10</sub>aryl-C<sub>1-4</sub>alkyl, C<sub>2-9</sub>heteroaryl-C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl used in defining R<sup>1</sup> and R<sup>8</sup> are optionally substituted with one or more groups selected from -R, -NO<sub>2</sub>, -OR, -Cl, -Br, -I, -F, -CF<sub>3</sub>, -C(=O)R, -C(=O)OH, -NH<sub>2</sub>, -SH, -NHR, -NR<sub>2</sub>, -SR, -SO<sub>3</sub>H, -SO<sub>2</sub>R, -S(=O)R, -CN, -OH, -C(=O)OR, -C(=O)NR<sub>2</sub>, -NRC(=O)R, and -NRC(=O)OR, wherein R is, independently, selected from -H, C<sub>1-6</sub>alkyl and phenyl;

R<sup>2</sup> is selected from -H and C<sub>1-6</sub>alkyl optionally substituted with one or more groups selected from halogen, -CF<sub>3</sub>, -OH, C<sub>1-3</sub>alkoxy, and halogen; and

R<sup>3</sup> is selected from -H, C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl, wherein said C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl are optionally substituted with one or more groups selected from C<sub>1-6</sub>alkyl, halogenated C<sub>1-6</sub>alkyl, -NO<sub>2</sub>, -CF<sub>3</sub>, C<sub>1-6</sub>alkoxy and halogen.

2. (original) A compound according to claim 1, wherein

R<sup>1</sup> is selected from C<sub>3-6</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>2-6</sub>heteroaryl, C<sub>6-10</sub>aryl-C<sub>1-4</sub>alkyl, C<sub>2-6</sub>heteroaryl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl, C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl, wherein said C<sub>3-6</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>2-6</sub>heteroaryl, C<sub>6-10</sub>aryl-C<sub>1-4</sub>alkyl, C<sub>2-6</sub>heteroaryl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl, C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl are optionally substituted with one or more groups selected from C<sub>1-4</sub>alkyl, halogen, -CF<sub>3</sub>, -OH, C<sub>1-3</sub>alkoxy, phenoxy, and halogen;

R<sup>2</sup> is selected from -H and C<sub>1-3</sub>alkyl; and

R<sup>3</sup> is selected from -H and C<sub>1-6</sub>alkyl-O-C(=O)-.

3. (original) A compound according to claim 2,

wherein R<sup>1</sup> is R<sup>9</sup>-CH<sub>2</sub>-, wherein R<sup>9</sup> is selected from phenyl, pyridyl, thienyl, furyl, imidazolyl, triazolyl, pyrrolyl, thiazolyl, N-oxido-pyridyl, benzyl, pyridylmethyl, thienylmethyl, furylmethyl, imidazolylmethyl, triazolylmethyl, pyrrolylmethyl, thiazolylmethyl and N-oxido-pyridylmethyl, optionally substituted with one or more groups selected from C<sub>1-4</sub>alkyl, halogen, -CF<sub>3</sub>, -OH, C<sub>1-3</sub>alkoxy, phenoxy and halogen; and

R<sup>2</sup> and R<sup>3</sup> are hydrogen.

4. (original) A compound according to claim 3,

wherein R<sup>9</sup> is selected from benzyl, phenyl, pyridyl, thienyl, furyl, imidazolyl, pyrrolyl and thiazolyl, optionally substituted with one or more groups selected from C<sub>1-4</sub>alkyl, halogen, -CF<sub>3</sub>, -OH, C<sub>1-3</sub>alkoxy, phenoxy, and halogen.

5. (original) A compound according to claim 4, wherein

wherein R<sup>9</sup> is selected from benzyl, phenyl, pyridyl, thienyl, furyl, imidazolyl, pyrrolyl and thiazolyl.

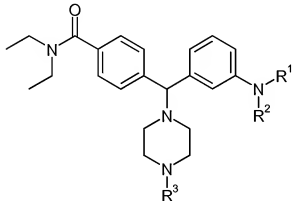
6. (original) A compound according to claim 1, wherein

R<sup>1</sup> is selected from C<sub>3-6</sub>alkyl, C<sub>3-10</sub>cycloalkyl, and C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl, wherein said C<sub>3-6</sub>alkyl, C<sub>3-10</sub>cycloalkyl, and C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl are optionally substituted with one or more groups selected from C<sub>1-4</sub>alkyl, halogen, -CF<sub>3</sub>, -OH, C<sub>1-3</sub>alkoxy, phenoxy, and halogen;

R<sup>2</sup> is -H or C<sub>1-3</sub>alkyl; and

$R^3$  is -H,  $C_{1-6}$ alkyl,  $C_{3-6}$ cycloalkyl, and  $C_{3-6}$ cycloalkyl- $C_{1-4}$ alkyl, wherein said  $C_{1-6}$ alkyl,  $C_{3-6}$ cycloalkyl,  $C_{3-6}$ cycloalkyl- $C_{1-4}$ alkyl are optionally substituted with one or more groups selected from  $C_{1-4}$ alkyl, halogen,  $-CF_3$ , -OH,  $C_{1-3}$ alkoxy, phenoxy, and halogen.

7. (currently amended) A compound of formula I, or a pharmaceutically acceptable salt thereof:



A compound according to claim 6, wherein

$R^1$  is selected from 1-propyl, 2-propyl, 1-butyl, 2-butyl, t-butyl, 2-methyl-1-propyl, cyclopentyl, cyclohexyl, cycloheptyl, cyclooctyl, and cyclononyl;

$R^2$  is selected from -H, methyl, ethyl, 1-propyl and 2-propyl; and

$R^3$  is selected from -H, methyl, ethyl, allyl, 3,3-dimethyl-allyl, cyclopropylmethyl, 2-methoxy-ethyl, and 3-methoxy-1-propyl.

8. (original) A compound according to claim 1, wherein

$R^1$  is selected from  $R^8-C(=O)-$ ,  $R^8-S(=O)_2-$ ,  $R^8-S(=O)-$ ,  $R^8-NHC(=O)-$ ,  $R^8-C(=S)-$  and  $R^8-NH-C(=S)-$ , wherein  $R^8$  is selected from  $C_{3-6}$ alkyl,  $C_{6-10}$ aryl,  $C_{2-6}$ heteroaryl,  $C_{6-10}$ aryl- $C_{1-4}$ alkyl,  $C_{2-6}$ heteroaryl- $C_{1-4}$ alkyl,  $C_{3-10}$ cycloalkyl, and  $C_{3-10}$ cycloalkyl- $C_{1-4}$ alkyl; wherein said  $C_{3-6}$ alkyl,  $C_{6-10}$ aryl,  $C_{2-6}$ heteroaryl,  $C_{6-10}$ aryl- $C_{1-4}$ alkyl,  $C_{2-6}$ heteroaryl- $C_{1-4}$ alkyl,  $C_{3-6}$ cycloalkyl, and  $C_{3-6}$ cycloalkyl- $C_{1-4}$ alkyl are optionally substituted with  $C_{1-4}$ alkyl, halogen,  $-CF_3$ , -OH,  $C_{1-3}$ alkoxy, phenoxy, and halogen;

$R^2$  is -H; and

$R^3$  is selected from -H and  $C_{1-6}$ alkyl-O-C(=O)-.

9. (original) A compound according to claim 8, wherein

R<sup>3</sup> is selected from phenyl, benzyl, phenethyl and cyclohexyl, wherein said phenyl, benzyl, phenethyl and cyclohexyl are optionally substituted with one or more groups selected from methyl, methoxy and halogen.

10. (currently amended) A compound according to claim 1, wherein the compound is selected from:

N,N-diethyl-4-((S)-piperazin-1-yl){3-[(1,3-thiazol-2-ylmethyl)amino]phenyl)methyl}benzamide;  
N,N-diethyl-4-((R)-piperazin-1-yl){3-[(1,3-thiazol-2-ylmethyl)amino]phenyl)methyl}benzamide;  
4-[(S)-[3-(benzylamino)phenyl](piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
N,N-diethyl-4-((R)-piperazin-1-yl){3-[(thien-2-ylmethyl)amino]phenyl)methyl}benzamide;  
N,N-diethyl-4-((S)-piperazin-1-yl){3-[(thien-2-ylmethyl)amino]phenyl)methyl}benzamide;  
N,N-diethyl-4-[(S)-{3-[(2-furylmethyl)amino]phenyl}(piperazin-1-yl)methyl}benzamide;  
4-[(R)-[3-(benzylamino)phenyl](piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
N,N-diethyl-4-[(R)-{3-[(2-furylmethyl)amino]phenyl}(piperazin-1-yl)methyl}benzamide;  
N,N-diethyl-4-((R)-piperazin-1-yl){3-[(thien-3-ylmethyl)amino]phenyl)methyl}benzamide;  
N,N-diethyl-4-((S)-piperazin-1-yl){3-[(thien-3-ylmethyl)amino]phenyl)methyl}benzamide;  
N,N-diethyl-4-[(R)-{3-[(3-furylmethyl)amino]phenyl}(piperazin-1-yl)methyl}benzamide;  
N,N-diethyl-4-[(R)-{3-[(2-phenylethyl)amino]phenyl}(piperazin-1-yl)methyl}benzamide;  
4-[(R)-{3-[(cyclohexylmethyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
N,N-diethyl-4-[(R)-piperazin-1-yl]{3-[[4-trifluoromethyl]benzyl]amino}phenyl)methyl}benzamide;  
4-[(R)-{3-[(cyclopentylmethyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
4-[(S)-{3-[(cyclohexylmethyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
4-[(R)-{3-[(cyclohex-1-en-1-ylmethyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
N,N-diethyl-4-[(S)-{3-[methyl(phenyl)amino]phenyl}(piperazin-1-yl)methyl}benzamide;  
N,N-diethyl-4-[(S)-{3-[ethyl(phenyl)amino]phenyl}(piperazin-1-yl)methyl}benzamide;  
N,N-diethyl-4-[(R)-{3-[methyl(phenyl)amino]phenyl}(piperazin-1-yl)methyl}benzamide;  
N,N-diethyl-4-[(R)-{3-[ethyl(phenyl)amino]phenyl}(piperazin-1-yl)methyl}benzamide;  
4-[(R)-{3-[(cyclohexylmethyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
4-[(R)-[3-(cyclopentylamino)phenyl](piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
4-[(R)-[3-(cycloheptylamino)phenyl](piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
4-[(R)-[3-(cyclooctylamino)phenyl](piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
4-[(R)-[3-(cyclononylamino)phenyl](piperazin-1-yl)methyl]-N,N-diethylbenzamide;  
4-[(S)-[3-(cyclohexylamino)phenyl](piperazin-1-yl)methyl]-N,N-diethylbenzamide;

N,N-diethyl-4-[(R)-{3-[(4-methylphenyl)amino]phenyl}(piperazin-1-yl)methyl]benzamide;

N,N-diethyl-4-[(S)-{3-[(4-methylphenyl)amino]phenyl}(piperazin-1-yl)methyl]benzamide;

4-[(R)-{3-[(3-chlorophenyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;

4-[(S)-{3-[(3-chlorophenyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;

4-[(R)-{3-[(2-fluorophenyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;

4-[(S)-{3-[(2-fluorophenyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;

4-[(R)-{3-[(benzoylamino)phenyl](piperazin-1-yl)methyl]-N,N-diethylbenzamide;

N,N-diethyl-4-[(R)-{3-[(phenylacetyl)amino]phenyl}(piperazin-1-yl)methyl]benzamide;

4-[(S)-{3-[(benzoylamino)phenyl](piperazin-1-yl)methyl]-N,N-diethylbenzamide;

N,N-diethyl-4-[(S)-{3-[(phenylacetyl)amino]phenyl}(piperazin-1-yl)methyl]benzamide;

N,N-diethyl-4-[(R)-{3-[(2-methyl-2-phenylpropanoyl)amino]phenyl}(piperazin-1-yl)methyl]benzamide;

N,N-diethyl-4-[(R)-{3-[(3-fluorophenyl)acetyl]amino]phenyl}(piperazin-1-yl)methyl]benzamide;

4-[(R)-{3-[(cyclohexylacetyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;

N,N-diethyl-4-[(R)-{3-[(3-phenylpropanoyl)amino]phenyl}(piperazin-1-yl)methyl]benzamide;

4-[(R)-{3-[(cyclohexylcarbonyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;

N,N-diethyl-4-[(R)-{3-[(phenylsulfonyl)amino]phenyl}(piperazin-1-yl)methyl]benzamide;

4-[(R)-{3-[(benzylsulfonyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;

N,N-diethyl-4-[(S)-{3-[(phenylsulfonyl)amino]phenyl}(piperazin-1-yl)methyl]benzamide;

4-[(R)-{3-[(anilinoacarbonyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;

4-[(R)-{3-[(anilinoacarbonothioyl)amino]phenyl}(piperazin-1-yl)methyl]-N,N-diethylbenzamide;

N,N-diethyl-4-[(S)-1-piperazinyl[3-(propylamino)phenyl]methyl]benzamide;

4-[(S)-{3-(dipropylamino)phenyl}-1-piperazinylmethyl]-N,N-diethylbenzamide;

N,N-diethyl-4-[(R)-1-piperazinyl[3-(propylamino)phenyl]methyl]benzamide;

4-[(R)-{3-(dipropylamino)phenyl}-1-piperazinylmethyl]-N,N-diethylbenzamide;

N,N-diethyl-4-[(S)-1-piperazinyl[3-[[[4-(3-pyridinyl)phenyl]methyl]-amino]phenyl]methyl]benzamide;

N,N-diethyl-4-[(S)-{3-[[[4-(1H-imidazol-1-yl)phenyl]methyl]amino]-phenyl]-1-piperazinylmethyl]benzamide;

N,N-diethyl-4-[(S)-1-piperazinyl[3-[(2-quinolinylmethyl)amino]phenyl]-methyl]benzamide;

4-[(R)-{3-[(2,2-diphenylethyl)amino]phenyl}-1-piperazinylmethyl]-N,N-diethylbenzamide;

4-[(R)-{3-[[[4-(1,1-dimethylethyl)phenyl]methyl]amino]phenyl]-1-piperazinylmethyl]-N,N-diethylbenzamide;

*N,N*-diethyl-4-[(*R*)-[3-[(4-phenoxyphenyl)methyl]amino]phenyl]-1-piperazinylmethyl]benzamide;  
*N,N*-diethyl-4-[(*R*)-[4-(2-propenyl)-1-piperazinyl][3-(propylamino)-phenyl]methyl]benzamide;  
4-[(*R*)-(3-aminophenyl)[4-(2-methoxyethyl)piperazin-1-yl]methyl]-*N,N*-diethylbenzamide;  
4-[(*R*)-(3-aminophenyl)[4-(3-methoxypropyl)piperazin-1-yl]methyl]-*N,N*-diethylbenzamide;  
*N,N*-diethyl-4-[(*R*)-[4-(2-methoxyethyl)-1-piperazinyl][3-(propylamino)-phenyl]methyl]benzamide;  
*N,N*-diethyl-4-[(*R*)-[4-(3-methoxypropyl)-1-piperazinyl][3-(propylamino)phenyl]methyl]benzamide;  
4-[(*S*)-[3-(cycloheptylamino)phenyl](piperazin-1-yl)methyl]-*N,N*-diethylbenzamide;  
4-[(*S*)-[3-(cyclooctylamino)phenyl](piperazin-1-yl)methyl]-*N,N*-diethylbenzamide;  
*N,N*-diethyl-4-[(*S*)-[3-[(3-phenylpropanoyl)amino]phenyl](piperazin-1-yl)methyl]benzamide;  
4-[(*R*)-(3-aminophenyl)[4-(2-propenyl)-1-piperazinyl]methyl]-*N,N*-diethylbenzamide;  
4-[(*R*)-(3-aminophenyl)[4-(3-methyl-2-butenyl)-1-piperazinyl]methyl]-*N,N*-diethylbenzamide;  
4-[(*R*)-(3-aminophenyl)[4-(cyclopropylmethyl)-1-piperazinyl]methyl]-*N,N*-diethylbenzamide;  
*N,N*-diethyl-4-[(*R*)-[4-(2-propenyl)-1-piperazinyl][3-[(2-thienylmethyl)amino]phenyl]methyl]benzamide;  
*N,N*-diethyl-4-[(*R*)-[4-(3-methyl-2-butenyl)-1-piperazinyl][3-[(2-thienylmethyl)amino]phenyl]methyl]benzamide;  
4-[(*R*)-[4-(cyclopropylmethyl)-1-piperazinyl][3-[(2-thienylmethyl)amino]phenyl]methyl]-*N,N*-diethylbenzamide;  
4-[(*S*)-[3-(cyclohexylamino)phenyl][4-(cyclopropylmethyl)piperazin-1-yl]methyl]-*N,N*-diethylbenzamide;  
4-[(*S*)-[3-(cyclohexylamino)phenyl][4-propylpiperazin-1-yl]methyl]-*N,N*-diethylbenzamide;  
4-[(*S*)-[3-(cyclohexylamino)phenyl][4-ethylpiperazin-1-yl]methyl]-*N,N*-diethylbenzamide;  
4-[(*S*)-[4-allylpiperazin-1-yl][3-(cyclohexylamino)phenyl]methyl]-*N,N*-diethylbenzamide;  
4-[(*S*)-[3-[(cyclohexylcarbonyl)amino]phenyl](piperazin-1-yl)methyl]-*N,N*-diethylbenzamide;  
4-[(*S*)-[3-[(cyclohexylacetyl)amino]phenyl](piperazin-1-yl)methyl]-*N,N*-diethylbenzamide;  
4-[(*S*)-[3-(cyclohexyl(methyl)amino)phenyl](piperazin-1-yl)methyl]-*N,N*-diethylbenzamide;  
4-[(*R*)-[3-(cyclohexyl(methyl)amino)phenyl](piperazin-1-yl)methyl]-*N,N*-diethylbenzamide;  
enantiomers thereof; and pharmaceutically acceptable salts thereof.

11-12. (Cancelled)

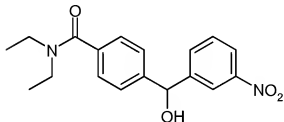
Claim 13. (previously presented) A pharmaceutical composition comprising a compound according to claim 1 and a pharmaceutically acceptable carrier.

Claim 14. (previously presented) A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 1.

Claim 15. (cancelled)

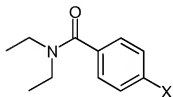
Claim 16. (previously presented) A method for the therapy of anxiety in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 1.

Claim 17. (original) A process for preparing a compound of formula II, comprising:



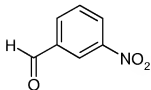
II

a) reacting a compound of formula III:



III

with a compound of formula IV

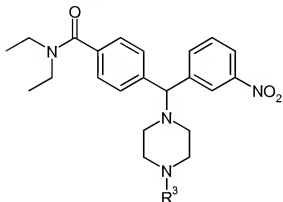


IV

in the presence of a base having a pKa of more than 15  
wherein

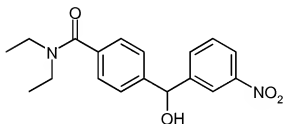
X is a halogen.

Claim 18. (original) A process for preparing a compound of formula VI:



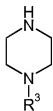
VI,

comprising: reacting a compound of formula II



II

with a compound of formula VII



VII

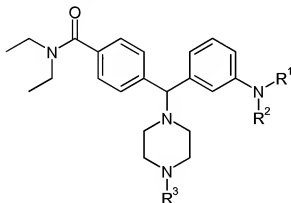
in the presence of SOX<sub>2</sub> to form the compound of formula VI,

wherein

R<sup>3</sup> is selected from -H, C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl, wherein said C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl are optionally substituted with one or more groups selected from C<sub>1-6</sub>alkyl, halogenated C<sub>1-6</sub>alkyl, -NO<sub>2</sub>, -CF<sub>3</sub>, C<sub>1-6</sub>alkoxy and halogen; and

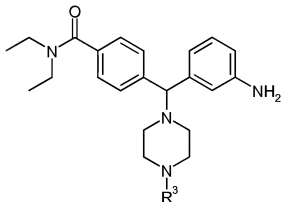
X is halogen.

Claim 19. (original) A process for preparing a compound of formula I,



I

comprising: reacting a compound of formula VIII,



VIII

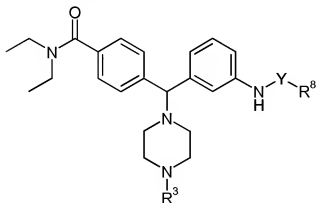
with R<sup>9</sup>-CHO in the presence of a reducing agent to form the compound of formula I:  
wherein

R<sup>1</sup> is R<sup>9</sup>-CH<sub>2</sub>-, wherein R<sup>9</sup> is selected from phenyl, pyridyl, thienyl, furyl, imidazolyl, triazolyl, pyrrolyl, thiazolyl, N-oxido-pyridyl, benzyl, pyridylmethyl, thienylmethyl, furylmethyl, imidazolylmethyl, triazolylmethyl, pyrrolylmethyl, thiazolylmethyl and N-oxido-pyridylmethyl, optionally substituted with one or more groups selected from C<sub>1-4</sub>alkyl, halogen, -CF<sub>3</sub>, -OH, C<sub>1-3</sub>alkoxy, phenoxy and halogen;

R<sup>2</sup> is -H; and

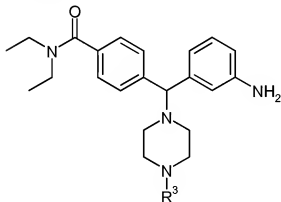
R<sup>3</sup> is selected from C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl, wherein said C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl are optionally substituted with one or more groups selected from C<sub>1-6</sub>alkyl, halogenated C<sub>1-6</sub>alkyl, -NO<sub>2</sub>, -CF<sub>3</sub>, C<sub>1-6</sub>alkoxy and halogen.

Claim 20. (original) A process for preparing a compound of formula IX,



IX

comprising: reacting a compound of formula VIII,



VIII

with R<sup>8</sup>-Y-X or R<sup>8</sup>-Y-O-Y-R<sup>8</sup> to form the compound of formula IX:

wherein

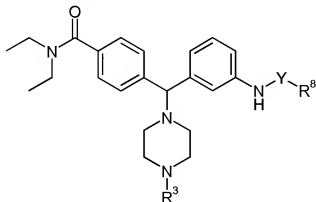
X is halogen;

Y is selected from -C(=O)- and -S(=O)<sub>2</sub>;

R<sup>8</sup> is selected from C<sub>3-6</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>2-6</sub>heteroaryl, C<sub>6-10</sub>aryl-C<sub>1-4</sub>alkyl, C<sub>2-6</sub>heteroaryl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl, and C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl; wherein said C<sub>3-6</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>2-6</sub>heteroaryl, C<sub>6-10</sub>aryl-C<sub>1-4</sub>alkyl, C<sub>2-6</sub>heteroaryl-C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl are optionally substituted with C<sub>1-4</sub>alkyl, halogen, -CF<sub>3</sub>, -OH, C<sub>1-3</sub>alkoxy, phenoxy, and halogen; and

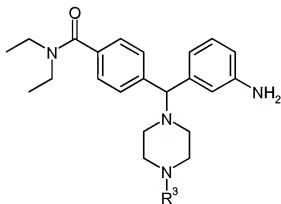
R<sup>3</sup> is selected from C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl, wherein said C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl are optionally substituted with one or more groups selected from C<sub>1-6</sub>alkyl, halogenated C<sub>1-6</sub>alkyl, -NO<sub>2</sub>, -CF<sub>3</sub>, C<sub>1-6</sub>alkoxy and halogen.

Claim 21. (original) A process for preparing a compound of formula IX,



IX

comprising: reacting a compound of formula VIII,



VIII

with R<sup>8</sup>-Z to form the compound of formula IX:

wherein

Z is selected from -NCO and -NCS;

Y is selected from -C(=O)NH- and -C(=S)NH-;

R<sup>3</sup> is selected from C<sub>3-6</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>2-6</sub>heteroaryl, C<sub>6-10</sub>aryl-C<sub>1-4</sub>alkyl, C<sub>2-6</sub>heteroaryl-C<sub>1-4</sub>alkyl, C<sub>3-10</sub>cycloalkyl, and C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl; wherein said C<sub>3-6</sub>alkyl, C<sub>6-10</sub>aryl, C<sub>2-6</sub>heteroaryl, C<sub>6-10</sub>aryl-C<sub>1-4</sub>alkyl, C<sub>2-6</sub>heteroaryl-C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl are optionally substituted with C<sub>1-4</sub>alkyl, halogen, -CF<sub>3</sub>, -OH, C<sub>1-3</sub>alkoxy, phenoxy, and halogen; and

R<sup>3</sup> is selected from C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl, wherein said C<sub>1-6</sub>alkyl-O-C(=O)-, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl, and C<sub>3-6</sub>cycloalkyl-C<sub>1-4</sub>alkyl are

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optionally substituted with one or more groups selected from C<sub>1-6</sub>alkyl, halogenated C<sub>1-6</sub>alkyl, -NO<sub>2</sub>, -CF<sub>3</sub>, C<sub>1-6</sub>alkoxy and halogen.